

Exhibit D

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline:
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE
PERIOD OF MAY 1, 2008 THROUGH MAY 31, 2008**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter 88 - Acton Site OU3**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$565.00	0.3	\$169.50
TOTAL				0.3	\$169.50



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 30, 2008
Invoice No.: 417400
Matter No.: 08743.00088

Re: Acton Site OU3

For Professional Services rendered through May 31, 2008

Fees	\$169.50
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Total Fees and Disbursements	<u>\$169.50</u>
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Matter No.: 08743.00088
Re: Acton Site OU3

Invoice No.: 417400
June 30, 2008
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/05/08	Jaffe	Emails with team regarding Northeast Area groundwater issues (0.3).	0.3
Total Hours			0.3

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Matter No.: 08743.00088
Re: Acton Site OU3

Invoice No.: 417400
June 30, 2008
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
0.3

Total Fees

\$169.50

Total Fees

\$169.50

Total Fees and Disbursements

\$169.50

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Adam P. Kahn
617-832-1206
Boston

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W.R. Grace & Co.

June 30, 2008
Invoice No.: 417400
Matter No.: 08743.00088

Re: Acton Site OU3

Total Fees and Disbursements

\$169.50

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
Stoneham, MA 02180-3125

Federal Tax ID : 04-2150535

Wire Instructions:

Citizens Bank
1 Citizens Drive
Providence, RI 02915

ABA: 011500120

Swift #: CTZIUS33

Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00088, Invoice #: 417400
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Matter 100 - Woburn Lease Environmental Issues**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$565.00	1.9	\$1,073.50
TOTAL				1.9	\$1,073.50

Expenses

Description	Total
Telephone	\$5.60
Photocopies	\$0.36
Document Preparation	\$37.68
TOTAL	\$43.64



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 30, 2008
Invoice No.: 417401
Matter No.: 08743.00100

Re: Woburn Lease Environmental Issues

For Professional Services rendered through May 31, 2008

Fees	\$1,073.50
Disbursements	<u>43.64</u>
Total Fees and Disbursements	<u>\$1,117.14</u>

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/15/08	Jaffe	Telephone calls with Ms. Duff regarding consent decree issues and review consent decree for same (0.7); review, revise, draft notice to court and letter to EPA and emails with client regarding same (0.6); telephone calls with Mr. Obradovic (0.2).	1.5
05/20/08	Jaffe	Telephone call to Ms. Muench (0.1); review consent decrees (0.2); emails with team regarding same (0.1).	0.4
		Total Hours	1.9

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TIMEKEEPER SUMMARY**Timekeeper**
Jaffe**Hours**
1.9**Total Fees****\$1,073.50****Disbursement Summary****Date****Amount**

05/31/08

Telephone

5.60

05/31/08

In-House Photocopying

0.36

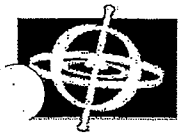
05/31/08

Document Preparation

37.68

Total Disbursements**\$43.64****Total Fees****\$1,073.50****Total Disbursements****43.64****Total Fees and Disbursements****\$1,117.14**

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**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

June 30, 2008
Invoice No.: 417401
Matter No.: 08743.00100

Re: Woburn Lease Environmental Issues

Total Fees and Disbursements

\$1,117.14

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
Stoneham, MA 02180-3125

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Citizens Bank
1 Citizens Drive
Providence, RI 02915

ABA: 011500120

Swift #: CTZIUS33

Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00100, Invoice #: 417401
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Matter 101 - Bankruptcy Matters**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$565.00	0.7	\$395.50
Adam P. Kahn	Partner	Environmental	\$565.00	0.6	\$339.00
Elizabeth A. Rice	Paralegal	Bankruptcy	\$225.00	1.0	\$225.00
TOTAL				2.3	\$959.50

Expenses

Description	Total
Photocopies	\$59.88
TOTAL	\$59.88



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 30, 2008
Invoice No.: 417402
Matter No.: 08743.00101

Re: Bankruptcy Matters

For Professional Services rendered through May 31, 2008

Fees	\$959.50
Disbursements	<u>59.88</u>
Total Fees and Disbursements	<u>\$1,019.38</u>

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/07/08	Jaffe	Prepare quarterly summaries (0.7).	0.7
05/08/08	Kahn	Attention to quarterly filing (0.6).	0.6
05/14/08	Rice	Review quarterly report and attention to filing same (0.5).	0.5
05/28/08	Rice	Review and arrange filing for monthly fee application (0.5).	0.5
Total Hours			2.3

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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>
Kahn	0.6
Rice	1.0
Jaffe	0.7

Total Fees	\$959.50
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Disbursement Summary

<u>Date</u>		<u>Amount</u>
05/31/08	In-House Photocopying	59.88

Total Disbursements	\$59.88
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Total Fees	\$959.50
Total Disbursements	<u>59.88</u>
Total Fees and Disbursements	<u>\$1,019.38</u>

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Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

June 30, 2008
Invoice No.: 417402
Matter No.: 08743.00101

Re: Bankruptcy Matters

Total Fees and Disbursements

\$1,019.38

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Foley Hoag LLP
Box 83176
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Federal Tax ID : 04-2150535	
Wire Instructions:	ABA: 011500120
Citizens Bank	Swift #: CTZIUS33
1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt
	Account

Reference
Information:

Client/Matter #: 08743.00101, Invoice #: 417402
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Matter 102 - Blackburn and Union Privileges Superfund Site, Walpole, Mass**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$565.00	16.5	\$9,322.50
Elisabeth M. DeLisle	Associate	Environmental	\$410.00	2.4	\$984.00
TOTAL				18.9	\$10,306.50

Expenses

Description	Total
Telephone	\$3.85
TOTAL	\$3.85



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 30, 2008
Invoice No.: 417403
Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

For Professional Services rendered through May 31, 2008

Fees	\$10,306.50
Disbursements	<u>3.85</u>
Total Fees and Disbursements	<u>\$10,310.35</u>

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/19/08	Jaffe	Review transmittal from Sanborn Head and telephone call with Mr. Bucens regarding same (0.4); emails with team regarding schedule and potential meetings with Covidien and EPA (0.3).	0.7
05/20/08	Jaffe	Review EPA Feasibility Study and telephone conference and emails with Grace and Covidien regarding same (3.3).	3.3
05/21/08	Jaffe	Emails with team (0.4).	0.4
05/22/08	Jaffe	Review EPA draft final Feasibility Study and emails with team regarding meeting with EPA (2.1).	2.1
05/23/08	Jaffe	Review EPA draft final Feasibility Study and emails with team regarding same (1.3).	1.3
05/27/08	Jaffe	Emails with Mr. Campbell and prepare for 5/29/08 meeting with EPA (0.6).	0.6
05/28/08	Jaffe	Prepare for 5/29/08 meeting with EPA and emails and telephone calls with team regarding same (1.6).	1.6
05/29/08	Jaffe	Meeting with EPA and DEP (2.5); meeting with Covidien to prepare for same (1.5); review Feasibility Study (0.6); emails with team regarding meetings (0.3).	4.9
05/29/08	DeLisle	Review and edit agreement and review comments on same per request of S. Jaffe (1.3).	1.3
05/30/08	DeLisle	Discussions with S. Jaffe, e-mail to S. Jaffe, review and edit Stipulation (1.1).	1.1
05/30/08	Jaffe	Review draft Covidien settlement and emails with team regarding same (0.7); emails with team regarding comments to EPA (0.9).	1.6
Total Hours			18.9

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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>
DeLisle	2.4
Jaffe	16.5

Total Fees	\$10,306.50
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Disbursement Summary

<u>Date</u>		<u>Amount</u>
05/31/08	Telephone	3.85

Total Disbursements	\$3.85
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Total Fees	\$10,306.50
Total Disbursements	<u>3.85</u>
Total Fees and Disbursements	<u>\$10,310.35</u>

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W.R. Grace & Co.

June 30, 2008
Invoice No.: 417403
Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Total Fees and Disbursements

\$10,310.35

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Woburn, MA 01813-3176

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Billing Attorney: Adam P. Kahn
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